

Hearing Date: August 22, 2019 at 10:00 a.m. (ET)
Objection Deadline: August 15, 2019 at 4:00 p.m. (ET)

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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

**SEARS HOLDINGS CORPORATION, et al.,

Debtors.¹**

Chapter 11

Case No. 18-23538 (RDD)
(Jointly Administered)

**ORDER GRANTING MOTION OF VERINT AMERICAS INC.
FOR ALLOWANCE AND PAYMENT OF
ADMINISTRATIVE EXPENSE CLAIM AND FOR RELATED RELIEF**

Upon consideration of the *Motion of Verint Americas Inc. for Allowance and Payment of
Administrative Expense Claim and for Related Relief* (the “Motion”) filed by Verint Americas

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

Inc. (“Verint”), and due and proper notice of the Motion having been provided; and no further notice being required; and upon the Court’s consideration of the Motion and any responses or objections thereto; and upon the Court’s determination that the legal and factual bases set forth in the Motion establish just cause for the relief requested therein; and good and sufficient cause having been shown, it is hereby ORDERED THAT:

1. The Motion be and is hereby GRANTED in its entirety;
2. Verint be and is hereby granted an allowed administrative expense claim against the Debtors and their estates in the above-captioned cases in the amount of \$129,993.18 pursuant to 11 U.S.C. § 503(b)(1)(A);
3. The Debtors are hereby authorized, ordered, and directed to pay Verint the amount of \$129,993.18 on account of Verint’s allowed administrative expense no later than the date of Debtor’s earliest payment of any other allowed claim (s) under 11 U.S.C. § 503(b)(1)(A); and
4. This Order is without prejudice to Verint’s ability to seek additional administrative expense and/or other claims on any basis against any of the Debtors or their estates.

Dated: _____, 2019
White Plains, New York

HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE